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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2011**Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011, or tax year beginning , 2011, and ending

Name of foundation BILLIE AND GEORGE ROSS FOUNDATION INC.		A Employer identification number 41-2065250
Number and street (or P O box number if mail is not delivered to street address) 10 THIXTON DRIVE	Room/suite	B Telephone number (see the instructions) (212) 715-7249
City or town HEWLETT HARBOR	State ZIP code NY 11557	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 2,011,522.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)	322,708.			
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	13,887.	13,887.		
	4 Dividends and interest from securities	983.	983.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
EXPENSES	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	337,578.	14,870.		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	675.			675.
	c Other prof fees (attach sch)				
17 Interest					
18 Taxes (attach schedule/see instrs)					
19 Depreciation (attach sch) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) See Line 23 Stmt	400.	150.		250.	
24 Total operating and administrative expenses. Add lines 13 through 23	1,075.	150.		925.	
25 Contributions, gifts, grants paid	435,561.			435,561.	
26 Total expenses and disbursements. Add lines 24 and 25	436,636.	150.		436,486.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-99,058.				
b Net investment income (if negative, enter -0-)		14,720.			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	1,199,805.	1,099,914.	1,099,914.
	2 Savings and temporary cash investments	910,775.	911,608.	911,608.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment, basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
14 Land, buildings, and equipment, basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe _____)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	2,110,580.	2,011,522.	2,011,522.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe _____)			
	23 Total liabilities (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,110,580.	2,011,522.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,110,580.	2,011,522.	
	31 Total liabilities and net assets/fund balances (see instructions)	2,110,580.	2,011,522.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,110,580.
2 Enter amount from Part I, line 27a	2	-99,058.
3 Other increases not included in line 2 (itemize) _____	3	
4 Add lines 1, 2, and 3	4	2,011,522.
5 Decreases not included in line 2 (itemize) _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	2,011,522.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	472,734.	2,153,936.	0.219474
2009	158,285.	2,134,115.	0.074169
2008	217,835.	2,320,082.	0.093891
2007	124,879.	1,904,363.	0.065575
2006	145,574.	1,226,105.	0.118729

2 Total of line 1, column (d)	2	0.571838
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.114368
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,030,137.
5 Multiply line 4 by line 3	5	232,183.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	147.
7 Add lines 5 and 6	7	232,330.
8 Enter qualifying distributions from Part XII, line 4	8	436,486.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: <u>06/20/03</u> (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	147.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	147.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	147.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	260.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	260.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	113.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax	113.	Refunded	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <u>\$</u> (2) On foundation managers <u>\$</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <u>\$</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NY – New York</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV	X	
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>NA</u>	13	X	
14	The books are in care of <u>GEORGE ROSS</u> Telephone no. <u>(212) 715-7249</u> Located at <u>10 THIXTON DRIVE HEWLETT HARBOR NY</u> ZIP + 4 <u>11557</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u>NA</u>				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	1 b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? <input type="checkbox"/>	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u> .		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.) <input type="checkbox"/>	2 b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u> .		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) <input type="checkbox"/>	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? <input type="checkbox"/>	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

☐**5b****c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If 'Yes' to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GEORGE H. ROSS 10 THIXTON DR HEWLETT HARBOR NY 11557	DIRECTOR 1.00	0.	0.	0.
BILLIE D. ROSS 10 THIXTON DR HEWLETT HARBOR NY 11557	DIRECTOR 1.00	0.	0.	0.
NANCI ROSS 9118 LUCKY ESTATES DR VIENNA VA 22182	DIRECTOR 0.10	0.	0.	0.
STEPHANIE SUSKIN 18 STONY HOLLOW CHAPPAQUA NY 10514	DIRECTOR 0.10	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
0				
0				
0				
0				

Total number of other employees paid over \$50,000

None

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		None

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 TO BE A SOURCE OF FUNDING TO OTHER 501 C 3 EXEMPT ORGANIZATIONS DEMONSTRATING FINANCIAL NEED	436,486.
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	911,193.
b Average of monthly cash balances	1b	1,149,860.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	2,061,053.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	2,061,053.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	30,916.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,030,137.
6 Minimum investment return. Enter 5% of line 5	6	101,507.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	
2a Tax on investment income for 2011 from Part VI, line 5	2a	
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	436,486.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	436,486.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	147.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	436,339.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2011:				
a From 2006	146,041.			
b From 2007	125,584.			
c From 2008	217,835.			
d From 2009	158,285.			
e From 2010	472,940.			
f Total of lines 3a through e	1,120,685.			
4 Qualifying distributions for 2011 from Part XII, line 4: \$	436,486.			
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus	436,486.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	1,557,171.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	146,041.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,411,130.			
10 Analysis of line 9:				
a Excess from 2007	125,584.			
b Excess from 2008	217,835.			
c Excess from 2009	158,285.			
d Excess from 2010	472,940.			
e Excess from 2011	436,486.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☒ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				
(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total	
14,870.	0.	17,883.	38,382.	71,135.	
12,640.	0.	15,201.	32,625.	60,466.	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed	436,486.	472,940.	158,285.	217,835.	1,285,546.
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	436,486.	472,940.	158,285.	217,835.	1,285,546.
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- GEORGE AND BILLIE ROSS
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
- N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
5 TOWNS COMMUNITY CENTER 207 GROVE AVE CEDARHURST NY 11516	NONE	501C3	CHARITY	0.
ADULT CHILDREN LEARNING DEVELOPMENTAL DISABILITIES 4156 LIBRARY RD, PITTSBURG, PA 15234	NONE	501C3	CHARITY	0.
AMANDA KANOWITZ FOUNDATION 301 E. 63RD ST, NY NY 10065	NONE	501C3	CHARITY	0.
AMERICAN CANCER SOCIETY 1599 CLIFTON RD NE ATLANTA GA 30329	NONE	501C3	CHARITY	0.
FRIEDBERG JCC 15 NEIL COURT OCEANSIDE NY 11572	NONE	501C3	CHARITY	450.
HEWLETT FIRE DEPT 25 FRANKLIN AVE HEWLETT NY 11557	NONE	501C3	CHARITY	50.
HOSPICE BY THE SEA 312S CEDROS AVE, SOLANA BEACH CA 92075	NONE	501C3	CHARITY	0.
JACK MARTIN FUND 1601 LAKEVIEW DR HEWLETT NY 11557	NONE	501C3	CHARITY	1,000.
LONG BEACH MEDICAL CENTER 455 EAST BAY DR, LONG BEACH NY 11561	NONE	501C3	CHARITY	200.
See Line 3a statement				433,861.
Total			3a	435,561.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	13,887.	
4	Dividends and interest from securities			14	983.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				14,870.	
13	Total. Add line 12, columns (b), (d), and (e)				13	14,870.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations



	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1) Cash	1a (1)	X
(2) Other assets	1a (2)	X
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization	1b (1)	X
(2) Purchases of assets from a noncharitable exempt organization	1b (2)	X
(3) Rental of facilities, equipment, or other assets	1b (3)	X
(4) Reimbursement arrangements	1b (4)	X
(5) Loans or loan guarantees	1b (5)	X
(6) Performance of services or membership or fundraising solicitations	1b (6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge					May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee 		Date <u>10/24/12</u>		Title <u>President</u>		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	Margaret Wierzbicki, CPA				10/16/12		P80007493
	Firm's name ▶ MARGARET WIERZBICKI, CPA, MS TAX Firm's address ▶ 10 SLOAN STREET SUITE 4 SOUTH ORANGE NJ 07079-2442					Firm's EIN ▶ Phone no	

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Filing fee	250.			250.
Bank service charge	150.	150.		
Amortization	0.			
Total	400.	150.		250.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
MEMORIAL SLOAN KETTERING CANCER CTR 1275 YORK AVE NEW YORK NY 10021	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 0.
MIDDLE BAY CHARITABLE FOUNDATION 3600 SKILLMAN AVE OCEANSIDE NY 11572	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 300.
NATIONAL CHILDHOOD CANCER FOUND PO 498 KENSINGTON MD 20895	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input type="checkbox"/> 0.
SHRINERS HOSPITAL FOR CHILDREN 3551 N BROAD ST PHILADELPHIA PA 19140	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 0.
SPECIAL OLYMPICS 1133 19TH ST NW WASHINGTON DC 20036	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input type="checkbox"/> 0.
ST. JUDE CHILDREN'S HOSPITAL 62 DANNY THOMAS PL MEMPHIS TN 38105	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 100,006.
SUNRISE DAY CAMP FOR CANCER VICTIMS 15 NELIL COURT OCEANSIDE NY 11572	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 9,865.
TEMPLE BETH EL 1373 BELLMORE ROAD NORTH BELLMORE NY 11710	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input type="checkbox"/> 250.
THE LUSTGARTEN FOUNDATION FOR PANCREATIC 1111 STEWARD AVE BETHPAGE NY 11714	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input type="checkbox"/> 0.
UJA 130 EAST 59TH ST NEW YORK NY 10022	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 40.
CHILDREN'S MEDICAL FUND 3000 MARCUS AVENUE, LL09 NEW HYDE PARK NY 11040	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 0.
DREAMS COME TRUE 6803 SOUTHPOINT PARKWAY JACKSONVILLE FL 32216	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 14,200.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
HOSPICE OF WESTCHESTER 95 SOUTH BROADWAY- 4TH FLR WHITE PLAINS NY 10601	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> 0.
LEUKEMIA RESEARCH FOUNDATION 3520 LAKE AVE., STE. 202 WILMETTE IL 60091	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> 50.
OPERATION SMILE 6435 TIDEWATER DRIVE NORFOLK VA 23509	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> 0.
PLANNED PARENTHOOD 434 WEST 33RD STREET NEW YORK NY 10001	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> 0.
SCHNEIDER CHILDREN'S HOSPITAL 269-01 76TH AVENUE NEW HYDE PARK NY 11040	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> 0.
ALYN HOSPITAL 51 E. 42ND STREET, #308 NEW YORK NY 10017	NONE	501C3	CHARITY	Person or Business <input type="checkbox"/> 0.
HEBREW HOME & HOSPITAL 1 ABRAMS BOULEVARD WEST HARTFORD CT 06117	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
M.S. BIKE TOUR 733 THIRD AVENUE, 3RD FLR NEW YORK NY 10017	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
CHILDREN MEDICAL FUND OF NY 3000 MARKUS AVE, #LI09 NEW HIDE PARK NY 11042	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
B'NAI TORAH CONGREGATION 18TH STREET BOCA RATON FL 33433	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
BOCA LAGO CANCER RESEARCH 8665 Juego Way BOCA RATON FL 33433	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 200.
CANCER CARE 275 SEVENTH AVE NEW YORK NY 10001	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
HABITAT FOR HUMANITY 121 HABITAT ST AMERICUS GA 31709	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
JDM FUND 1333A NORTH AVE NEW ROCHELLE NY 10804	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 100.
LI BREAST CANCER COALITION 86 E ROCKAWAY RD HEWLETT NY 11557	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Continued

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<i>a Paid during the year</i>				
NATIONAL EMPHYSEMA ASSN 2425 RIDGECREST DR SE ALBUQUERQUE NM 87108	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
ST BALDRICK PEDIATRIC CANCER RESEARCH 1443 E WASHINGTON BLVD #650 PASADENA CA 91104	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
EASTER SEALS 233 SOUTH WACKER DR, SUITE 2400 CHICAGO IL 60606	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 25.
FRIENDSHIP CIRCLE 6892 WEST MAPLE RD WEST BLOOMFIELD, MI 48322	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
LYNBROOK POLICE 49 BLAKE AVE LYNBROOK NY 11563	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 25.
POLICE BENEVOLENT ASS 158 MAIN ST WOODBIDGE NJ 07095	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
CAMP VIVA ONE GATEWAY PLAZA PORT CHESTER NY 10573	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 100.
NICOLE SCHIFMAN FOUNDATION 2067 DONNA DR MERRICK NY 11566	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
ANGELA'S HOUSE PO BOX 5052 HAUPPAUGE NY 11788	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
FRIEDBERG JCC 15 NEIL COURT OCEANSIDE NY 11572	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
ACLD 807 SOUTH OYSTER BAY ROAD BETHPAGE NY 11714	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 700.
FAMILY SOCIETY CAMP 1165 LINCOLN AVENUE, SUITE 300 SAN JOSE CA 95125	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
COHEN CHILDREN'S MEDICAL 125 COMMUNITY DRIVE GREAT NECK NY 11021	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
MEADOWBROOK CARE 320 WEST MERRICK ROAD FREEPORT NY 11520	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.
MIDDLE BAY CHARITABLE 3600 SKILLMAN AVENUE OCEANSIDE NY 11572	NONE	501C3	CHARITY	Person or Business <input checked="" type="checkbox"/> 0.

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

		Enter filer's identifying number, see instructions	
Type or print File by the extended due date for filing the return. See instructions	Name of exempt organization or other filer. See instructions	Employer identification number (EIN) or	
	BILLIE AND GEORGE ROSS FOUNDATION INC.	<input checked="" type="checkbox"/> 41-2065250	
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)	
	10 THIXTON DRIVE	<input type="checkbox"/>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	HEWLETT HARBOR	NY	11557

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-BL	02
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868

- The books are in care of GEORGE ROSS
Telephone No (212) 715-7249 FAX No (973) 763-1741
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until Nov 15, 2012

5 For calendar year 2011, or other tax year beginning _____, 20____, and ending _____, 20____

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

THIRD PARTY INFORMATION NEEDED TO COMPLETE RETURN IS NOT AVAILABLE

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	149.
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	260.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Morgan Title CPA Date 8/5/12
BAA FIF20502 07/29/11 Form 8868 (Rev 1 2012)

7011 3500 0001 4122 0504